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**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF WYOMING**

CUSTODIA BANK, INC.,

Plaintiff,

v.

FEDERAL RESERVE BOARD OF
GOVERNORS and FEDERAL RESERVE
BANK OF KANSAS CITY,

Defendants.

No. 1:22-cv-00125-SWS

**DECLARATION OF ANDREW MICHAELSON IN SUPPORT OF DEFENDANT
FEDERAL RESERVE BANK OF KANSAS CITY'S MOTION TO STRIKE REPORTS
AND EXCLUDE THE TESTIMONY OF KATIE COX**

I, Andrew Michaelson, declare as follows:

1. Attached hereto as Exhibit 1 is a true and accurate copy of the Expert Report of Katie Cox.
2. Attached hereto as Exhibit 2 is a true and accurate copy of excerpts from the transcript of the deposition of Katie Cox, dated December 19, 2023.
3. Attached hereto as Exhibit 3 is a true and accurate copy of excerpts from the transcript of the deposition of Katie Cox, dated December 20, 2023.
4. Attached hereto as Exhibit 4 is a true and accurate copy of the Supplemental Expert Report of Katie Cox.
5. Attached hereto as Exhibit 5 is a true and accurate copy of an Avanti Financial Group, Inc. business plan, dated June 22, 2020, bearing the beginning Bates number FRBKC-00012723.
6. Attached hereto as Exhibit 6 is a true and accurate copy of a Federal Reserve Board webpage entitled “Reserve Bank Operations and Payment Systems,” last updated January 22, 2024.
7. Attached hereto as Exhibit 7 is a true and accurate copy of a document, dated August 18, 2014, with the title “Guidance for Federal Reserve Financial Services Applicants That Are Deemed High Risk by the Federal Reserve Bank of New York.”
8. Attached hereto as Exhibit 8 is a true and accurate copy of an email from Caitlin Long with the subject line “Fwd: Just spoke with Jackie Nugent,” dated March 6, 2021, bearing the beginning Bates number Custodia-00008663.

9. Attached hereto as Exhibit 9 is a true and accurate copy of an email from Stephanie Martin with the subject line “RE: Avanti – Special Purpose Depository Institutions – Wishes to Schedule a Meeting with Board Staff,” dated April 27, 2021, bearing the beginning Bates number Custodia-00009742.

10. Attached hereto as Exhibit 10 is a true and accurate copy of a document entitled “Account and Financial Services Handbook” from the Federal Reserve Bank of New York, dated February 25, 2020.

11. Attached hereto as Exhibit 11 is a true and accurate copy of a compilation of documents produced by TNB USA Inc. to Williams & Connolly on June 23, 2023 and entered as Exhibit 306 in the December 14, 2023 deposition of Dr. Peter Conti-Brown.

12. Attached hereto as Exhibit 12 is a true and accurate copy of a letter from the Federal Reserve Bank of Kansas City, dated January 27, 2022, bearing the beginning Bates number FRBKC-00000234.

13. Attached hereto as Exhibit 13 is a true and accurate copy of excerpts from the transcript of the deposition of Caitlin Long, dated November 29, 2023.

14. Attached hereto as Exhibit 14 is a true and accurate copy of a document with minutes from a meeting between the Federal Reserve Bank of Kansas City and Custodia, dated March 24, 2022, bearing the beginning Bates number FRBKC-00009848.

15. Attached hereto as Exhibit 15 is a true and accurate copy of a draft document with the title “Principles Covering Access to Accounts and/or Services at Federal Reserve Banks,” bearing the beginning Bates number FRBKC-00003607.

16. Attached hereto as Exhibit 16 is a true and accurate copy of a document entitled “Initial/Pre-scope Review of Internal Audit,” dated October 22, 2021, bearing the beginning Bates number FRBKC-00000054.

17. Attached hereto as Exhibit 17 is a true and accurate copy of a document entitled “Pre-Membership Examination Summary Conclusions,” dated November 2, 2022, bearing the beginning Bates number FRBKC-00017421.

18. Attached hereto as Exhibit 18 is a true and accurate copy of excerpts from the transcript of the deposition of Esther George, dated November 9, 2023.

19. Attached hereto as Exhibit 19 is a true and accurate copy of a document, dated August 16, 2023, with the title “Account Access Guidelines – FRS Internal Implementation Handbook,” bearing the beginning Bates number FRBKC-00017290.

20. Attached hereto as Exhibit 20 is a true and accurate copy of the Federal Reserve Board of Governors internal guidance letter S-2677, bearing the beginning Bates number FRB-AR-000014.

21. Attached hereto as Exhibit 21 is a true and accurate copy of excerpts from the transcript of the deposition of Christi May-Oder, dated October 19, 2023.

22. Attached hereto as Exhibit 22 is a true and accurate copy of a document with the title “New Account Opening Eligibility and De Novo Service Use Eligibility Determination and Approval Procedure,” dated June 2019, bearing the beginning Bates number FRBKC-00015580.

23. Attached hereto as Exhibit 23 is a true and accurate copy of a document with the title “Reserve Bank Condition Monitoring Standards and Practices,” last revised September 15, 2023.

24. Attached hereto as Exhibit 24 is a true and accurate copy of a document with the title “SOP 10 Eligibility Processing Guidelines Credit and Risk Management,” last revised May 20, 2019.

25. Attached hereto as Exhibit 25 is a true and accurate copy of the Federal Register entry containing the final rule “Policy Statement on Section 9(13) of the Federal Reserve Act,” dated February 7, 2023.

Date: January 26, 2024

/s/ Andrew Michaelson

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CERTIFICATE OF SERVICE

I certify the foregoing ***Declaration of Andrew Michaelson in Support of Defendant Federal Reserve Bank of Kansas City’s Motion to Strike Reports and Exclude the Testimony of Katie Cox*** upon all parties to this action pursuant to the Federal Rules of Civil Procedure via CM/ECF on January 26, 2024.

Shannon M. Ward

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